

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY III LLC, et. <i>al,</i> Post-Effective Date Debtors.¹ -----	§ § § § § § § §	Chapter 11 Case No. 20-33948(MI) (Jointly Administered)
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**DECLARATION OF ERIN M. CHOI IN SUPPORT OF THE
EMERGENCY MOTION OF QUARTERNORTH ENERGY LLC
TO ENFORCE THE CONFIRMATION ORDER AND PLAN**

I, Erin M. Choi, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a senior associate of the firm Weil, Gotshal & Manges LLP (“**Weil**”), which maintains an office for the practice of law at 700 Louisiana Street, Suite 1700, Houston, Texas 77002. I am an attorney at law, duly admitted and in good standing to practice in the State of Texas and is admitted to practice before the U.S. District Courts for the Northern, Southern, and Eastern Districts of Texas. I have made an appearance in the above-captioned chapter 11 cases to represent QuarterNorth Energy LLC (“**QuarterNorth**”).

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the “**Post-Effective Date FWE I Subsidiaries**”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

2. I submit this declaration in support the *Emergency Motion of QuarterNorth Energy LLC to Enforce the Confirmation Order and Plan* (the “**Motion**”), filed concurrently herewith in the above-captioned proceedings.

3. Attached as Exhibit 1 is a true and correct copy of a letter BP Exploration & Production Inc. (“**BP**”) sent to QuarterNorth on October 28, 2021.

4. Attached as Exhibit 2 is a true and correct copy of the *Cash Consideration Exchange Agreement in respect of Mississippi Canyon Block 562* (sealed by previous Court order²).

5. I hereby declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: November 15, 2021
Houston, Texas

/s/ Erin M. Choi
Erin M. Choi

² BP filed Exhibit 2 under seal with the Court’s approval. *Order Authorizing BP Exploration & Production Inc. to File Confidential Exhibits Under Seal* (ECF No. 1829) (granting *Emergency Motion of BP Exploration & Production Inc. to File Confidential Exhibit Under Seal* (ECF No. 1610)).

Certificate of Service

I hereby certify that on November 15, 2021, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Paul R. Genender
Paul R. Genender